

Finkelstein & Associates
Attorneys At Law
Certified Public Accountants

Please send any reply to:
Sarasota Office

May 2, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

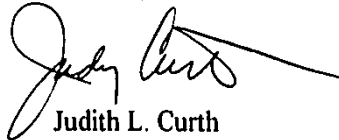
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Via U.S. Mail

Dear Sir:

Enclosed please find Articles of Incorporation of Yuffie Enterprises, Inc., as well as our check in the amount of \$122.50 to cover the fee for the incorporation of Yuffie Enterprises, Inc. as well as receipt of a certified copy of the Articles of Incorporation. I am enclosing a stamped, self-addressed envelope for this purpose. If you have any questions, please contact me at the number shown below.

Sincerely,



Judith L. Curth
Legal Assistant
For the Firm

/jc

ARTICLES OF INCORPORATION
OF
YUFFIE ENTERPRISES, INC.

The undersigned, acting as incorporator WALTER C. STAACK,
under the Florida General Corporation Act, adopts the following
Articles of Incorporation.

5-1-97

ARTICLE I. NAME

The name of the corporation is:

YUFFIE ENTERPRISES, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on May 1,
1997 .

ARTICLE III. PURPOSE

This corporation may engage in any activity or business
permitted under the laws of the United States and Florida to the
extent permissible under the laws and rules of the State of
Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is
authorized to have outstanding at any time is 100 shares of
common stock having no par value. The consideration to be paid

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for each share shall be as fixed by the shareholders, and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation with a value, in the judgment of the shareholders, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation is 4183 CENTER POINT CIRCLE, SARAOTA, FL 34233. The corporation's registered agent is WALTER C. STAACK, located at 4183 CENTER POINT CIRCLE, SARASOTA, FL 34233.

ARTICLE VI. MANAGEMENT BY SHAREHOLDERS

All powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the shareholders, rather than a board of directors. The shareholders shall be deemed directors when required by the context of any law or bylaw. The name and street address of the original shareholder is:

<u>Name</u>	<u>Address</u>
WALTER C. STAACK	4183 Center Point Circle Sarasota, FL 34233

ARTICLE VII. INCORPORATION

The name and street address of the incorporator is:

Name

Address

WALTER C. STAACK

4183 Center Point Circle
Sarasota, FL 34233

The incorporator of the corporation assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the shareholders any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. BYLAWS

The shareholders, by vote of a majority of the outstanding shares entitled to vote, may establish, alter, amend, or repeal corporation bylaws.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has
executed these Articles of Incorporation this 30th day of
April, 1997.

Walter C. Staack

WALTER C. STAACK
Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

On this 30th day of April, 1997, before me, a Notary
Public, the undersigned officer, personally appeared WALTER C.
STAACK, personally known _____, OR produced Identification ✓
Type of Identification produced S 320 903-49-212-0, and
acknowledged the foregoing instrument.

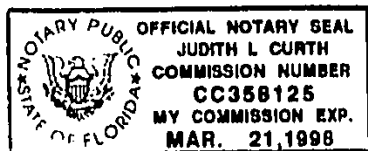
IN WITNESS WHEREOF, I hereunto set my hand and seal.

Judith L. Curth
NOTARY PUBLIC - Signature

JUDITH L. CURTH

NOTARY PUBLIC - Print

My commission expires:



YUFFIE, INC.

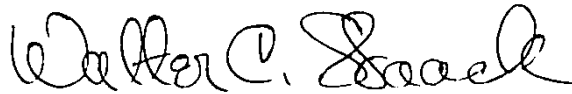
DESIGNATION OF REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That YUFFIE, INC., desiring to organize under the laws of the State of Florida with its initial principal office, as indicated at 4183 CENTER POINT CIRCLE, SARASOTA, FL 34233, has named WALTER C. STAACK, located at 4183 CENTER POINT CIRCLE, in the County of Sarasota, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, this corporation agrees to act in that capacity and to comply with the provisions of the Florida General Corporation Act relative to keeping open the registered office.



Walter C. Staack
Registered Agent

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